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9 *Counsel for Agua Caliente Solar, LLC,*
Clearway Energy, Inc., Clearway Energy Group LLC,
10 *MC Shiloh IV Holdings LLC, NRG Energy, Inc.,*
Solar Partners II LLC, Solar Partners VIII LLC, and
11 *TerraForm Power, Inc.*

12 **UNITED STATES BANKRUPTCY COURT**
13 **NORTHERN DISTRICT OF CALIFORNIA**
14 **SAN FRANCISCO DIVISION**

14 In re:
15 PG&E Corporation, Pacific Gas & Electric
16 Company,
17 Debtors.

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

19 ☐ Affects PG&E Corporation
20 ☒ Affects Pacific Gas and Electric Company
21 ☐ Affects both Debtors
22 * All papers shall be filed in the Lead Case No.
23 19-30088 DM.
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**JOINDER BY CERTAIN PPA PARTIES
TO NEXTERA ENERGY, INC.'S,
LIMITED OPPOSITION TO MOTION
OF THE UTILITY FOR LIMITED
RELIEF FROM THE AUTOMATIC
STAY TO APPEAL CERTAIN MATTERS
PENDING BEFORE THE FEDERAL
ENERGY REGULATORY
COMMISSION**

Date: 6/26/2019
Time: 9:30 a.m. PST
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102

1 Agua Caliente Solar, LLC, Clearway Energy, Inc., Clearway Energy Group LLC,
2 MC Shiloh IV Holdings LLC, NRG Energy, Inc., Solar Partners II LLC, Solar Partners VIII LLC,
3 and TerraForm Power, Inc. (collectively, the “**PPA Parties**”) hereby join NextEra Energy, Inc.,
4 and NextEra Energy Partners, L.P. (collectively, “**NextEra**”) with respect to its *Limited*
5 *Opposition to Motion of the Utility for Limited Relief from the Automatic Stay to Appeal Certain*
6 *Matters Pending before the Federal Energy Regulatory Commission* [Docket No. 2616] (the
7 “**Limited Objection**”). In support hereof (the “**Joinder**”), the PPA Parties respectfully represent
8 as follows:

10 **JOINDER**

11 In its Objection, NextEra points out the potential for inequitable treatment were the stay to
12 be modified to permit the Debtors, but not other parties, to participate in the FERC appellate
13 matters. This potential exists because the form of order proposed by the Utility (i) modifies the
14 stay only with respect to the Utility and (ii) includes additional language that could be read to
15 preclude other parties—including the PPA Parties—from participating in the appellate process.
16 While the PPA Parties do not believe this was the Debtors’ intent, the potential for this outcome is
17 too grave to risk silence. Accordingly, for these reasons and the reasons recited in the Limited
18 Objection, the PPA Parties join NextEra in its Limited Objection.

21 **NOTICE**

22 Notice of this Joinder will be provided to (i) the Office of the U.S. Trustee for Region 17
23 (Attn: Anthony R. Vara, Esq. and Timothy Laffredi, Esq.); (ii) counsel to the Debtors; (iii) counsel
24 to the Creditors Committee; (iv) counsel to the Tort Claimants Committee; (v) the Securities and
25 Exchange Commission; (vi) the Internal Revenue Service; (vii) the Office of the California
26 Attorney General; (viii) the California Public Utilities Commission; (ix) the Nuclear Regulatory
27 Commission; (x) the Federal Energy Regulatory Commission; (xi) the Office of the United States
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1 Attorney for the Northern District of California; (xii) counsel for the agent under the Debtors'
2 debtor-in-possession financing facility; (xiii) counsel to the various PPA counterparties; and
3 (xiv) those persons who have formally appeared in these chapter 11 cases and requested service
4 pursuant to Bankruptcy Rule 2002. The PPA Parties respectfully submit that no further notice is
5 required.
6

7 Dated: June 19, 2019

Respectfully submitted,

8
9 /s/ C. Luckey McDowell

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18 *Counsel for Agua Caliente Solar, LLC, Clearway*
19 *Energy, Inc., Clearway Energy Group LLC, MC*
20 *Shiloh IV Holdings LLC, NRG Energy, Inc., Solar*
21 *Partners II LLC, Solar Partners VIII LLC, and*
22 *TerraForm Power, Inc.*

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At the time of service, I was over 18 years of age and not a party to this action. I am employed in the County of San Francisco, State of California. My business address is 535 Mission Street, 25th Floor, San Francisco, CA 94105.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

/s/ Ron Cheatham